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SURFACE TRANSPORTATION BOARD

FIRST UNION RAIL

One O'hare Centre
6250 River Rd, Suite 5000
Rosemont, IL 60018

Tel 847.318.7575
Fax 847.318.7588
www.firstunionrail.com

Via UPS NEXT DAY AIR

February 29, 2012

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W., Suite 100
Washington, DC 20423-0001

Re: Memorandum of Lease Agreement

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) originals and one (1) copy of a Memorandum of Lease Agreement dated February 1, 2012, a primary document as defined in the Board's Rules for the Recordation of Documents. Please file this Memorandum of Lease as a primary document since a Master Lease has not been filed with the Surface Transportation Board. The names and addresses of the parties to the enclosed document are:

Lessor: First Union Rail Corporation
One O'Hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018

Lessee: Colortech, Inc.
5712 Commerce Blvd.
Morristown, TN 37814

A description of the railroad equipment covered by the enclosed document is for two (2) hopper cars; having FURX marks (see Exhibit A for car numbers).

A short summary of the document to appear in the index follows: Memorandum of Lease

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5397. Thank you for your cooperation in this matter.

Sincerely,



Marcia Dunne
Senior Documentation Specialist

Enclosure
(COLR001)

ASSGN. NO.: COLR001

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MEMORANDUM OF LEASE

SURFACE TRANSPORTATION BOARD

1st THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 1 day of February, 2012, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and Colortech, Inc. ("Lessee"), a Tennessee corporation.

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of 2-1, 2012, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 1 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of 2-1, 2012, and subject to the terms, conditions and provisions of the above-mentioned Lease and Rider.

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed under seal by their respective officers duly authorized as of the date and year first above written.

LESSOR:

FIRST UNION RAIL CORPORATION

ATTEST:

By: [Signature]Name: JOHN J. THOMAS
PRESIDENTBy: Susan Grobolsky

Title: _____

Name: SUSAN GROBOLSKY
ASSISTANT DIRECTOR
Title: OF DOCUMENTATIONExecuted on this 6th day of February, 2012.

[CORPORATE SEAL]

STATE OF ILLINOISCOUNTY OF COOK

I, GEORGIA FREIBURGER, a Notary Public of the County and State aforesaid, certify that JOHN J. THOMAS personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 6th day of February, 2012.[Signature]
Notary Public

My Commission Expires:

6-2012
(Notary Public)

LESSEE:

COLORTECH, INC.

ATTEST:

Sandy Dyke

By:

Eric Kreitz

Name:

Eric Kreitz

Title:

Procurement Manager

By:

Name:

Sandy Dyke

Title:

Procurement Mgr.

Executed on this 1st day of February, 2012

[CORPORATE SEAL]

STATE OF Tennessee

COUNTY OF Hamblen

I, Claudia R. Hinton, a Notary Public of the County and State aforesaid, certify that Eric Kreitz personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 1st day of February, 2012.

Claudia R. Hinton
Notary Public

Commission Expires:

12-23-2014
(Notary Public)



MY COMMISSION EXPIRES.
December 23, 2014

EXHIBIT A
to
MEMORANDUM OF LEASE

NUMBER OF CARS: Two (2)

DESCRIPTION OF CARS: Covered Hopper Cars.

CAR NUMBERS: FURX 877180 and FURX 877184